

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

Jay M. Goffman

Lisa Laukitis

Four Times Square

New York, New York 10036-6522

Telephone: (212) 735-3000

Fax: (212) 735-2000

-and-

Sarah E. Pierce (admitted *pro hac vice*)

One Rodney Square

P.O. Box 636

Wilmington, Delaware 19899-0636

Telephone: (302) 651-3000

Fax: (302) 651-3001

-and-

Elizabeth M. Downing (admitted *pro hac vice*)

500 Boylston Street

Boston, Massachusetts 02116

Telephone: (617) 573-4800

Fax: (617) 573-4870

Counsel for William A. Brandt, Jr.

Chapter 11 Trustee

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

CHINA FISHERY GROUP LIMITED (CAYMAN)

et al.,

Debtors.¹

Chapter 11

Case No. 16-11895 (JLG)

(Jointly Administered)

¹ The Debtors are China Fishery Group Limited (Cayman) ("CFGL"), Pacific Andes International Holdings Limited (Bermuda) ("PAIH"), N.S. Hong Investment (BVI) Limited ("NS Hong"), South Pacific Shipping Agency Limited (BVI) ("SPSA"), China Fisheries International Limited (Samoa) ("CFIL"), CFGL (Singapore) Private Limited ("CFGLPL"), Chanery Investment Inc. (BVI) ("Chanery"), Champion Maritime Limited (BVI) ("Champion"), Growing Management Limited (BVI) ("Growing Management"), Target Shipping Limited (HK) ("Target Shipping"), Fortress Agents Limited (BVI) ("Fortress"), Ocean Expert International Limited (BVI) ("Ocean Expert"), Protein Trading Limited (Samoa) ("Protein Trading"), CFG Peru Investments Pte. Limited (Singapore) ("CFG Peru Singapore"), Smart Group Limited (Cayman) ("Smart Group"), Super Investment Limited (Cayman) ("Super Investment") and Pacific Andes Resources Development Ltd. ("PARD").

In re:	:	Chapter 11
	:	
CFG Peru Investments Pte. Limited (Singapore),	:	Case No. 16-11914 (JLG)
Debtor.	:	
	:	(Jointly Administered)
	:	

**NOTICE OF CHAPTER 11 TRUSTEE’S MOTION FOR THE ENTRY OF AN ORDER
PURSUANT TO SECTION 105 AUTHORIZING THE CHAPTER 11 TRUSTEE TO
COMMENCE RECOGNITION PROCEEDINGS BEFORE THE HIGH COURT OF THE
REPUBLIC OF SINGAPORE**

PLEASE TAKE NOTICE that William A. Brandt, Jr., not individually but solely in his capacity as chapter 11 trustee (the “Trustee” or the “Chapter 11 Trustee”) of CFG Peru Investments Pte. Limited (Singapore) (“CFG Peru Singapore” or the “Debtor”) in the above-captioned chapter 11 cases, by his attorneys, Skadden, Arps, Slate, Meagher & Flom LLP, hereby files the *Chapter 11 Trustee’s Motion for the Entry of an Order Pursuant to Section 105 Authorizing the Chapter 11 Trustee to Commence Recognition Proceedings Before the High Court of the Republic of Singapore* (the “Motion”).

PLEASE TAKE FURTHER NOTICE that a hearing on the Motion will be held before the Honorable James L. Garrity, United States Bankruptcy Judge for the Southern District of New York, in the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Courtroom 601, New York, New York 10004 (the “Bankruptcy Court”), on **April 12, 2017 at 2:00 p.m. (prevailing Eastern Time)** (the “Hearing”), or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE that responses or objections to the Motion and the relief requested therein, if any, must be made in writing and (a) filed with the Bankruptcy Court no later than **4:00 p.m. (prevailing Eastern Time) on April 5, 2017** (the

“Objection Deadline”) and (b) served so as to be actually received by the following parties by the
Objection Deadline:

(i) counsel for William A. Brandt, Jr., the Chapter 11 Trustee for the
bankruptcy estate of CFG Peru Investments Pte. Ltd., Skadden, Arps, Slate, Meagher & Flom
LLP, Four Times Square, New York, New York 10036, Attn: Lisa Laukitis
(lisa.laukitis@skadden.com), and Skadden, Arps, Slate, Meagher & Flom LLP, 500 Boylston
Street, Boston, Massachusetts 02116, Attn: Elizabeth Downing
(elizabeth.downing@skadden.com);

(ii) proposed counsel for the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth
Avenue, New York, NY 10153, Attn: Matthew S. Barr, Esq. (matt.barr@weil.com), Marcia
Goldstein, Esq. (marcia.goldstein@weil.com), and Gabriel A. Morgan, Esq.
(gabriel.morgan@weil.com);

(iii) the Office of the United States Trustee, U.S. Federal Office Building, 201
Varick Street, Suite 1006, New York, NY 10014, Attn: Susan Golden
(susan.golden@usdoj.gov); and

(iv) the Chapter 11 Trustee, 110 East 42nd Street, Suite 1818, New York, New
York 10017, Attn: William A. Brandt, Jr. (bbrandt@dsi.biz).

PLEASE TAKE FURTHER NOTICE that unless a written objection to the
Application, with proof of service, is filed with the Bankruptcy Court and a courtesy copy
delivered to the Honorable James L. Garrity’s Chambers by the Objection Deadline, the Chapter
11 Trustee may, on or after the Objection Deadline, submit to the Bankruptcy Court an order
substantially in the form of the proposed order attached to the Application, which order may be
entered with no further notice or opportunity to be heard.

Dated: March 29, 2017
New York, New York

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By: /s/ Lisa Laukitis
Jay M. Goffman
Lisa Laukitis
Four Times Square
New York, New York 10036-6522
Telephone: (212) 735-3000
Fax: (212) 735-2000

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Boston, Massachusetts 02116
Telephone: (617) 573-4800
Fax: (617) 573-4870

*Counsel for William A. Brandt, Jr.
Chapter 11 Trustee*

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Counsel for William A. Brandt, Jr.

Chapter 11 Trustee

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**CHINA FISHERY GROUP LIMITED (CAYMAN)
et al.,**

Debtors.¹

Chapter 11

Case No. 16-11895 (JLG)

(Jointly Administered)

¹ The Debtors are China Fishery Group Limited (Cayman) (“CFGL”), Pacific Andes International Holdings Limited (Bermuda) (“PAIH”), N.S. Hong Investment (BVI) Limited (“NS Hong”), South Pacific Shipping Agency Limited (BVI) (“SPSA”), China Fisheries International Limited (Samoa) (“CFIL”), CFGL (Singapore) Private Limited (“CFGLPL”), Chanery Investment Inc. (BVI) (“Chanery”), Champion Maritime Limited (BVI) (“Champion”), Growing Management Limited (BVI) (“Growing Management”), Target Shipping Limited (HK) (“Target Shipping”), Fortress Agents Limited (BVI) (“Fortress”), Ocean Expert International Limited (BVI) (“Ocean Expert”), Protein Trading Limited (Samoa) (“Protein Trading”), CFG Peru Investments Pte. Limited (Singapore) (“CFG Peru Singapore”), Smart Group Limited (Cayman) (“Smart Group”), Super Investment Limited (Cayman) (“Super Investment”) and Pacific Andes Resources Development Ltd. (“PARD”).

In re:	:	Chapter 11
	:	
CFG Peru Investments Pte. Limited (Singapore),	:	Case No. 16-11914 (JLG)
Debtor.	:	
	:	(Jointly Administered)
	:	

**CHAPTER 11 TRUSTEE’S MOTION FOR THE ENTRY OF AN ORDER PURSUANT
TO SECTION 105 AUTHORIZING THE CHAPTER 11 TRUSTEE TO COMMENCE
RECOGNITION PROCEEDINGS BEFORE THE HIGH COURT OF THE REPUBLIC
OF SINGAPORE**

William A. Brandt, Jr., not individually but solely in his capacity as chapter 11 trustee (the “Trustee” or the “Chapter 11 Trustee”) of CFG Peru Investments Pte. Limited (Singapore) (“CFG Peru Singapore”), hereby applies to this Court (the “Motion”) for entry of an order (the “Order”), substantially in the form attached hereto as Exhibit A, under section 105 of Title 11 of the United States Code (the “Bankruptcy Code”) authorizing the Chapter 11 Trustee to takes such actions as are necessary to commence court proceedings (the “Recognition Proceedings”) before the High Court of the Republic of Singapore. In support of the Motion, the Trustee, by and through his undersigned counsel, respectfully represents:

STATEMENT OF FACTS

1. On June 30, 2016 (the “Petition Date”), each of the debtors in the above-captioned cases (the “Debtors”), except PARD, filed voluntary petitions under Chapter 11 of the Bankruptcy Code in this Court. On September 29, 2016, PARD filed its Chapter 11 bankruptcy case (collectively with the other Debtors’ Chapter 11 cases, the “Chapter 11 Cases”).

2. To date, no creditors' committee has been appointed in these Chapter 11 Cases by the Office of the United States Trustee for the Southern District of New York (the "U.S. Trustee").

3. On November 10, 2016, the U.S. Trustee sought approval of William A. Brandt, Jr., as the Chapter 11 Trustee of CFG Peru Singapore [Dkt. No. 218]. On that same date, the Court entered an order approving the selection of Mr. Brandt as the Chapter 11 Trustee [Dkt. No. 219].

JURISDICTION AND VENUE

4. This Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue of these cases and this Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

5. The statutory predicates for the relief requested herein is Bankruptcy Code section 105(a).

BASIS FOR RELIEF REQUESTED

6. Section 105(a) of the Bankruptcy Code empowers the Court to "issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title." 11 U.S.C. § 105(a)

7. While the Trustee does not believe approval of this Court is necessarily required for him to cause CFG Peru Singapore to commence Recognition Proceedings in Singapore, out of a desire for transparency and out of an abundance of caution, the Trustee seeks this Court's permission to proceed with the recognition and assistance process in Singapore.

8. The Trustee has been advised by Singapore counsel that, given that CFG Peru Singapore is a Singapore entity, it is prudent and desirable to commence Recognition Proceedings in Singapore for recognition of the CFG Peru Chapter 11 Case and the resulting appointment of Mr. Brandt as the Chapter 11 Trustee. Further, Singapore counsel has advised that if orders for recognition and appropriate assistance were granted by the Singapore court, it would, amongst other things, clarify the authority and powers, under Singapore law, of Mr. Brandt as the Chapter 11 Trustee to act on behalf of and bind CFG Peru Singapore, and better protect and secure the property and undertakings of CFG Peru Singapore (e.g., as the Singapore Court may grant moratoriums and other orders preventing actions, proceedings, or enforcement against CFG Peru Singapore or its assets absent permission of the Singapore Court). It may also help to minimize personal liability on the part of Mr. Brandt in acting as the Chapter 11 Trustee.

9. In light of this, the Trustee reached out to the directors and member of CFG Peru Singapore for directors' resolutions and members' resolutions authorizing the commencement of the Recognition Proceedings in Singapore (the "Directors' Resolutions" and the "Members' Resolutions" respectively, and collectively the "Recognition Resolutions"). The Directors' Resolutions are attached hereto as Exhibit B and the Members' Resolutions are attached hereto as Annex 1 to Exhibit B. The Recognition Resolutions were executed by the directors and member respectively on March 20, 2017.

10. As such, while the Trustee has the requisite corporate governance authorizations to proceed with commencing the Recognition Proceedings as evidenced by the Recognition Resolutions, out of an abundance of caution and desire for transparency, the Trustee seeks authorization from this Court pursuant to its section 105(a) powers for the

Trustee to take such further actions as are necessary to commence the Recognition Proceedings, including filing an Ex Parte Originating Summons in a form substantially similar to that approved by the Directors' Resolutions and attached hereto as Annex 2 to Exhibit B.

NOTICE

11. The Trustee will provide notice of this Motion to the following parties, or, in lieu thereof, their counsel: (a) the U.S. Trustee; (b) creditors holding the fifty largest claims as set forth in the consolidated list filed with the Debtors' petitions; (c) U.S. counsel to Standard Chartered Bank (Hong Kong) Limited, Cooperatieve Rabobank, U.A., and DBS Bank (Hong Kong) Limited; (d) U.S. counsel to China CITIC Bank International Limited; (e) U.S. counsel to the ad hoc noteholders committee; (f) U.S. counsel to Bank of America N.A.; (g) U.S. counsel to Malayan Banking Berhad, Hong Kong Branch; (h) U.S. counsel to Fredrich von Kaltenborn-Stachue, the insolvency administrator for the Pickenpack companies; (i) U.S. counsel to the Debtors; (j) the United States Attorney's Office for the Southern District of New York; (k) the Internal Revenue Service; (m) the United States Securities and Exchange Commission; and (l) any party that has requested notice pursuant to Bankruptcy Rule 2002. A copy of this Motion is also available on the Court's website. The Trustee submits that no other or further notice need be provided.

NO PRIOR REQUEST

12. No previous request for the relief sought herein has been made to this Court or to any other court.

CONCLUSION

13. **WHEREFORE**, the Trustee respectfully requests that the Court enter an Order substantially in the form annexed hereto authorizing the Chapter 11 Trustee to takes

such actions as are necessary to commence the Recognition Proceedings before the High Court
of the Republic of Singapore.

Dated: March 29, 2017
New York, New York

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

By: /s/ Lisa Laukitis
Jay M. Goffman
Lisa Laukitis
Four Times Square
New York, New York 10036-6522
Telephone: (212) 735-3000
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Telephone: (617) 573-4800
Fax: (617) 573-4870

*Counsel for William A. Brandt, Jr.,
Chapter 11 Trustee*

EXHIBIT A

Proposed Order

In re:	:	Chapter 11
	:	
CFG Peru Investments Pte. Limited (Singapore),	:	Case No. 16-11914 (JLG)
Debtor.	:	
	:	(Jointly Administered)

Upon the application to this Court (the “Motion”)² of the Trustee for entry of an order pursuant to section 105(a) of Title 11 of the United States Code (the “Bankruptcy Code”): authorizing the Chapter 11 Trustee to take such actions as are necessary to commence court proceedings (the “Recognition Proceedings”) before the High Court of the Republic of Singapore; and due and sufficient notice of the Motion having been given under the particular circumstances; no other or further notice need be provided; and it appearing that the relief

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion.

requested by the Motion is in the best interests of the Debtors, their estates, their creditors, their stakeholders, and other parties in interest; and after due deliberation thereon, and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED AND DECREED that

1. The Motion is GRANTED.
2. Pursuant to Bankruptcy Code section 105(a), the Chapter 11 Trustee is authorized to take such further actions as are necessary to commence the Recognition Proceedings, including filing an Ex Parte Originating Summons in a form substantially similar to that approved by the Directors' Resolutions and attached to the Motion as Annex 2 to Exhibit B.
3. The Chapter 11 Trustee is authorized and empowered to take all actions necessary to implement the relief granted in this Order.
4. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

Dated: New York, New York
_____, 2017

HONORABLE JAMES L. GARRITY

EXHIBIT B

Directors' Resolutions

CFG PERU INVESTMENTS PTE. LTD.

(Co. Reg. No. 200603027K)

(the "Company")

**DIRECTORS' RESOLUTIONS IN WRITING PURSUANT TO ARTICLE 104 OF THE CONSTITUTION
OF THE COMPANY**

1 DIRECTORS' DECLARATION OF INTERESTS

RESOLVED THAT IT BE NOTED THAT the Directors confirmed that they have disclosed all their interests in the subject of these Resolutions.

2. PROPOSED COURT APPLICATION AND MEMBERS' RESOLUTIONS IN WRITING
PURSUANT TO SECTION 184A OF THE COMPANIES ACT, CHAPTER 50

2.1 RESOLVED THAT IT BE NOTED THAT:

- (a) the Directors of the Company have caused the Company to commence proceedings (the "**Chapter 11 Proceedings**") pursuant to Title 11 of the United States Code before the Southern District of New York Bankruptcy Court (the "**US Bankruptcy Court**") and accept that, as a consequence, William A. Brandt, Jr. has been appointed the Chapter 11 Trustee (the "**Chapter 11 Trustee**") of the Company by the US Bankruptcy Court;
- (b) William A. Brandt, Jr., in his capacity as the Chapter 11 Trustee of the Company and on behalf of the Company, will be commencing court proceedings (the "**Recognition Proceedings**") in Singapore, for recognition of the Chapter 11 Proceedings and his appointment as Chapter 11 Trustee of the Company and any other forms of assistance and relief arising from or in connection with the Chapter 11 Proceedings and such appointment;
- (c) Without limitation to the Chapter 11 Trustee taking any necessary, desirable, or incidental actions or steps in relation to the Chapter 11 Proceedings or the Recognition Proceedings, a draft of the originating summons for the Recognition Proceedings is annexed hereto as **Annex 2**; and
- (d) the Directors have carefully considered the circumstances, documents, and relief referred to in Resolution 2.1(a), (b) and (c).

2.2 CIRCULATION OF MEMBERS' RESOLUTION IN WRITING

RESOLVED FURTHER THAT pursuant to Section 184C of the Companies Act, Chapter 50 (the "**Companies Act**"), approval be and is hereby given for a Members' Resolutions in Writing in the form annexed hereto as "**Annex 1**" to be circulated by any Director of the Company to each member, having the right to vote on that resolution at a general meeting, for the purpose of considering and, if thought fit, passing the resolution referred to therein which shall be proposed as a Special Resolution.

3. FURTHER AUTHORITY


RESOLVED THAT contingent upon the passing of the aforesaid Special Resolution set forth in Resolution 2 above by way of a Members' Resolutions in Writing pursuant to Section 184C of the Companies Act:

- (a) the Directors or any persons authorised by any Director to act on the Company's behalf are hereby authorised to do all acts and things as they may consider necessary or expedient to give effect to the said Special Resolution, including the swearing or affirming of any affidavit required in connection with any application to any court, or in relation to the documents and/or filings which are required to be executed or lodged by the Company and/or the Directors (to the extent applicable);
- (b) William A. Brandt, Jr., in his capacity as the Chapter 11 Trustee of the Company and on behalf of the Company, is authorised to take all actions necessary or desirable in relation to the Recognition Proceedings, including but not limited to commencing any court applications on behalf of and in the name of the Company and in his own name (in his capacity as the Chapter 11 Trustee of the Company), and is authorised to give all necessary or relevant instructions to his legal advisors in connection with any such application; and
- (c) Without prejudice to all or any powers that William A. Brandt, Jr. may have as the Chapter 11 Trustee of the Company, William A. Brandt, Jr., as the Chapter 11 Trustee of the Company, shall be recognised as being empowered to act on behalf of the Company and, if the Singapore Court grants the Recognition Application, William A. Brandt, Jr., shall be authorised to exercise all powers and authority to act on behalf of the Company as recognised by the Singapore Court.

Dated this 20th day of March 2017



Ng Joo Kwee




Ng Puay Yee Annie



Quack Wee Lin



Ng Joo Thieng



Ng Puay Joo Puay

Note: Under Article 104 of the Company's Constitution, a resolution in writing signed or approved by facsimile, cable, or telex communication and subsequently confirmed in writing by a majority of Directors for the time being shall be as valid and effectual as if it has been passed at a meeting of the Directors duly convened and held.



Annex 1

CFG PERU INVESTMENTS PTE. LTD.

(Co. Reg. No. 200603027K)

(the “**Company**”)

Pursuant to Section 184A of the Companies Act, Chapter 50, a Members’ Resolution in Writing is hereby circulated to the Members of the Company for their consideration and if they think fit, passing the following resolution which shall be proposed as a **Special Resolution**:

“SPECIAL RESOLUTION

RESOLVED THAT:

- (a) Pursuant to and in connection with the Constitution of CFG Peru Investments Pte. Ltd. (the “**Constitution**”):
 - (i) the commencement of proceedings (the “**Chapter 11 Proceedings**”) by the Directors of the Company pursuant to Title 11 of the United States Code before the Southern District of New York Bankruptcy Court (the “**US Bankruptcy Court**”), as a consequence to which William A. Brandt, Jr. has been appointed as the Chapter 11 Trustee of the Company by the US Bankruptcy Court, be and hereby is approved, confirmed and ratified;
 - (ii) authority be given to the Company to commence court proceedings (the “**Recognition Proceedings**”) in Singapore for recognition of the Chapter 11 Proceedings and the consequential appointment of William A Brandt, Jr. as the Chapter 11 Trustee of the Company by the US Bankruptcy Court and any other forms of assistance and relief arising from or in connection with the Chapter 11 Proceedings and such appointment;
 - (iii) authority be and is hereby given for William A. Brandt, Jr., in his capacity as the Chapter 11 Trustee of the Company and on behalf of the Company, to take all actions necessary or desirable in relation to the Recognition Proceedings, including but not limited to commencing any court applications on behalf of and in the name of the Company and in his own name (in his capacity as the Chapter 11 Trustee of the Company), and is authorised to give all necessary or relevant

instructions to his legal advisors in connection with any such application;

- (iv) authority be and is hereby given for William A. Brandt, Jr., to be recognised as being empowered to act on behalf of the Company and, if the Singapore Court grants the Recognition Application, to be authorised to exercise all powers and authority to act on behalf of the Company as recognised by the Singapore Court; and
- (v) the authority conferred by the foregoing paragraphs shall take effect from the passing of this Resolution and continue in force until the date of **March 1, 2018**; and
- (b) Each of the Directors and William A. Brandt, Jr., in his capacity as Chapter 11 Trustee of the Company, be and is hereby authorised on behalf of the Company to approve, execute and deliver all other documents or instruments, and do all other acts, matters or things (including executing all such agreements and other documents as may be required), on behalf of the Company as may be deemed necessary or desirable by such person, in such person's sole discretion, to give effect to, perform or implement any steps desirable or necessary to effectuate the Recognition Proceedings."

If you, being the Members of the Company agree to approve the passing of the Special Resolution set out above, please sign the Members' Resolutions in Writing attached hereto (this document may be signed in counterparts) and return it to the Company at the following address and fax number:

CFG PERU INVESTMENTS PTE. LTD.
50, Raffles Place, #17-01 Singapore Land Tower, Singapore 048623

Dated this 20th day of March 2017.

BY ORDER OF THE BOARD



Ng Puay Yee Annie
Director

To: The Members of CFG Peru Investments Pte. Ltd.

CFG PERU INVESTMENTS PTE. LTD.

(Co. Reg. No. 200603027K)

(the “Company”)

REGISTERED OFFICE:

CFG Peru Investments Pte.

Ltd.

50, Raffles Place

#17-01 Singapore Land Tower

Singapore 048623

Date: 20th March 2017

To:

The Members of CFG Peru Investments Pte. Ltd.

Dear Sirs

CFG PERU INVESTMENTS PTE. LTD.

- Members’ Resolutions In Writing

Please find enclosed for your attention a Notice of the Board of Directors of the Company seeking your agreement as a Member of the Company to the Special Resolution set out therein by written means pursuant to Section 184A of the Companies Act, Chapter 50 together with the Members’ Resolutions in Writing.

Yours sincerely



Ng Puay Yee Annie

Director

encl.

CFG PERU INVESTMENTS PTE. LTD.

(Co. Reg. No. 200603027K)

(the "**Company**")

MEMBERS' RESOLUTIONS IN WRITING PURSUANT TO SECTION 184A OF THE
COMPANIES ACT, CHAPTER 50

SPECIAL RESOLUTION


RESOLVED THAT:

- (a) Pursuant to and in connection with the Constitution of CFG Peru Investments Pte. Ltd. (the "**Constitution**"):
- (i) the commencement of proceedings (the "**Chapter 11 Proceedings**") by the Directors of the Company pursuant to Title 11 of the United States Code before the Southern District of New York Bankruptcy Court (the "**US Bankruptcy Court**"), as a consequence to which William A. Brandt, Jr. has been appointed as the Chapter 11 Trustee of the Company by the US Bankruptcy Court, be and hereby is approved, confirmed and ratified;
 - (ii) authority be given to the Company to commence court proceedings (the "**Recognition Proceedings**") in Singapore for recognition of the Chapter 11 Proceedings and the consequential appointment of William A Brandt, Jr. as the Chapter 11 Trustee of the Company by the US Bankruptcy Court and any other forms of assistance and relief arising from or in connection with the Chapter 11 Proceedings and such appointment;
 - (iii) authority be and is hereby given for William A. Brandt, Jr., in his capacity as the Chapter 11 Trustee of the Company and on behalf of the Company, to take all actions necessary or desirable in relation to the Recognition Proceedings, including but not limited to commencing any court applications on behalf of and in the name of the Company and in his own name (in his capacity as the Chapter 11 Trustee of the Company), and is authorised to give all necessary or relevant instructions to his legal advisors in connection with any such application;
 - (iv) authority be and is hereby given for William A. Brandt, Jr., to be recognised as being empowered to act on behalf of the Company and, if the Singapore Court grants the Recognition Application, to be authorised to exercise all powers and

authority to act on behalf of the Company as recognised by the Singapore Court; and

- (v) the authority conferred by the foregoing paragraphs shall take effect from the passing of this Resolution and continue in force until the date of **March 1, 2018**; and
- (b) Each of the Directors and William A. Brandt, Jr., in his capacity as Chapter 11 Trustee of the Company, be and is hereby authorised on behalf of the Company to approve, execute and deliver all other documents or instruments, and do all other acts, matters or things (including executing all such agreements and other documents as may be required), on behalf of the Company as may be deemed necessary or desirable by such person, in such person's sole discretion, to give effect to, perform or implement any steps desirable or necessary to effectuate the Recognition Proceedings.

Dated this 20th day of March 2017.



Smart Group Limited
Ng Puay Yee Annie

Annex 2

IN THE HIGH COURT OF THE REPUBLIC OF SINGAPORE

HC/Originating Summons No.
of 2017/

In the matter of Section 80 of the Supreme Court
of Judicature Act (Cap. 322)

And

In the matter of Order 92, Rule 4 of the RULES
OF COURT (Cap. 322, Rule 5)

And

In the Matter of the **Appointment of Chapter
11 Trustee in the United States Bankruptcy
Court, Southern District of New York in Case
No. 16-11914 (JLG), dated 10 November 2016**

And

In the Matter of **CFG Peru Investments Pte.
Ltd.**
(UEN No. 200603027K)

- (1) **William A. Brandt, Jr. (Chapter 11
Trustee of CFG Peru Investments Pte.
Ltd.)**
(Identification No. (EIN) 850404384)
- (2) **CFG Peru Investments Pte. Ltd.**
(UEN No. 200603027K)

...Applicant(s)

Annex 2

EX PARTE ORIGINATING SUMMONS

LET ALL PARTIES concerned attend before the Judge / Registrar on
the day of 2017 at a.m. / p.m. on the hearing of an
application by the Applicants, for the following orders:

1. that the Chapter 11 proceedings in *In re China Fishery Group Limited (Cayman) et al*, Case No. 16-11895 (JLG) in relation to CFG Peru Investments Pte. Ltd. (the “**Company**”), Case No. 16-11914 (JLG) (the “**CFG Peru Chapter 11 Proceedings**”), filed in the United States Bankruptcy Court, Southern District of New York on 30 June 2016, be hereby recognised by the Singapore Courts and in Singapore;
2. that the appointment of **William A. Brandt, Jr.**, c/o Development Specialists, Inc. of 110 East 42nd Street, Suite 1818, New York 10017, NY, USA, as the Chapter 11 Trustee (the “**CFG Peru Chapter 11 Trustee**”) of the Company pursuant to the order in *China Fishery Group Limited, (Cayman), et al., Case No. 16-11895 (JLG)* granted by the United States Bankruptcy Court, Southern District of New York on 10 November 2016, be hereby recognised by the Singapore Courts and in Singapore;
3. That the CFG Peru Chapter 11 Trustee so recognised shall have the like powers in relation to the Company’s property and assets located in Singapore (and the proceeds thereof) as it would have under the US Bankruptcy Code, provided that the CFG Peru Chapter 11 Trustee shall not cause or suffer

Annex 2

anything to be done in relation to those properties and assets (and the proceeds thereof) which would be a breach of any applicable insolvency law in Singapore.

4. That the CFG Peru Chapter 11 Trustee be recognised as the foreign representative of the Company and be entrusted with the administration and realisation of all or any part of the property and assets of the Company located in Singapore.
5. That, for so long as the CFG Peru Chapter 11 Proceedings (including any extensions thereto) is in force, except with the consent of the CFG Peru Chapter 11 Trustee or with leave of the Singapore High Court (the “**Court**”) and (where the Court gives leave) subject to such terms as the Court may impose:
 - (1) no receiver, manager, receiver and manager or administrative receiver of all or any of the Company’s property, assets or undertakings shall be appointed;
 - (2) no actions or proceedings (whether in rem or in personam or otherwise), including winding up proceedings or arbitration, and no arrest, attachment, sequestration, seizure, detention, enforcement, execution or other legal process shall be commenced or continued and no distress may be levied against the Company or its property, assets and undertakings; and

Annex 2

- (3) no steps shall be taken to enforce security over the Company's property or assets or to repossess any goods under any hire-purchase agreement, chattels leasing agreement or retention of title agreement;
6. That there be liberty to apply; and
7. Such further or other orders, directions or relief as the Court deems fit.

Dated this

Registrar